

St. Clair Newbern, III
State Bar No. 14941000
Clayton L. Everett
State Bar No. 24065212
LAW OFFICES OF
ST. CLAIR NEWBERN, III, P.C.
1701 River Run, Suite 1000
Fort Worth, Texas 76107
Telephone: (817) 870-2647
Facsimile: (817) 335-8658
scniii@me.com
ATTORNEYS FOR DEBTOR
6889 01

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

IN RE:)	IN PROCEEDINGS UNDER
)	
RAINBOW EXOTICS, INC.)	CHAPTER 7
aka RAINBOW WORLD EXOTICS)	
fdbा ONE STOP AUTO)	
)	
DEBTOR)	CASE NO. 15-43313-MXM-7
)	

NOTES REGARDING SCHEDULE OF ASSETS AND LIABILITIES OF RAINBOW EXOTICS, INC. aka RAINBOW WORLD EXOTICS AND fdba ONE STOP AUTO

These Notes Regarding Schedule Of Assets And Liabilities Of Rainbow Exotics, Inc. aka Rainbow World Exotics And fdba One Stop Auto (the "Debtor") comprise an integral part of the Debtor's Schedule of Assets and Liabilities and should be referred to and considered in connection with any review of the Schedule of Assets and Liabilities.

GLOBAL NOTES REGARDING SCHEDULE OF ASSETS AND LIABILITIES:

The Debtor has endeavored to gather the information and documentation necessary to provide full and complete disclosures as required in the Schedule of Assets and Liabilities ("Schedules"). However, the Debtor has experienced great difficulties in gathering such information and documentation leading up to the filing of the Schedules for a number of reasons.

First, the Debtor's assets were seized by the lienholder on all the assets by use of an unofficial and unauthorized Temporary Restraining Order for which the \$1 million Bond had not

been posted. Lienholder, Jack Graham, assisted by the Sheriff of Hamilton County, Texas, using the TRO for which the \$1 million Bond had not been posted, seized all of the Debtor's inventory, machinery, equipment, vehicles, computers, office furnishings as well as all bank statements and other documents that were left in the building on the day the TRO was served. The computers and the paperwork that was seized on August 13, 2015 contained the financial information needed to complete the Schedules and, although the information has been requested of the lienholder, he has failed and refused to turn over access to the Quickbooks program that was on the computer that was surrendered on August 13, 2015. The computer that was turned over to the first Chapter 7 Trustee was infected with malware and did not have the QuickBooks program used by the Debtor right up until the time of the seizure. Debtor believes the QuickBooks program was converted by the lienholder to an account under the name of one of his companies and the records may have to be obtained by subpoena.

For the foregoing reasons, the information in the Debtor's Schedules may require amendment. The Debtor will continue its efforts to locate and compile all information that must be disclosed in the Schedules. Should information requiring disclosure be discovered that is missing or incorrect in the Schedules, the Debtor will promptly amend the Schedules to disclose or correct any such information.

Respectfully submitted:

LAW OFFICES OF
ST. CLAIR NEWBERN, III
A Professional Corporation

By: /s/St. Clair Newbern, III
ST. CLAIR NEWBERN, III
State Bar No. 14941000
scniii@me.com
CLAYTON L. EVERETT
State Bar No. 24065212
ceverett@newbernlawoffice.com
1701 River Run, Suite 1000
Fort Worth, Texas 76107
Telephone: (817) 870-2647
Facsimile: (817) 335-8658
ATTORNEYS FOR DEBTOR

CERTIFICATE OF SERVICE

I hereby certify that I have this date served a true and correct copy of the foregoing via first class mail, proper postage affixed or via ECF upon the following:

John Dee Spicer
Chapter 7 Trustee
P.O. Box 820009
North Richland Hills, TX 76182

and upon all those filing a Notice of Appearance:

Diane W. Sanders
Linebarger Goggan Blair & Sampson, LLP
P.O. Box 17428
Austin, TX 78760-7428
(Attorneys for Hamilton CAD)

Ethan Cartwright
The Allen Firm, P.C.
181 S. Graham Street
Stephenville, TX 76401
(Attorney for Jack Graham)

Blake Rasner
Haley & Olson, P.C.
510 North Valley Mills Drive, Suite 600
Waco, TX 76710
(Attorney for First State Bank Central Texas)

Dated: November 30, 2015

/s/St. Clair Newbern, III
ST. CLAIR NEWBERN, III
CLAYTON L. EVERETT

B6A (Official Form 6A) (12/07)

In re Rainbow Exotics, Inc.

Case No. 15-43313-MXM-7
(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
4772 CR 105, Hamilton, TX Debtor leased the above facility from Jack Graham	Leasehold	\$0 00	\$0 00
414 CR 504, Hamilton, TX The above facility was leased from Jack Graham	Leasehold	\$0 00	\$0 00
635 N Hwy 281, Hamilton, TX The above facility was leased from Jack Graham	Leasehold	\$0 00	\$0 00

Total: **\$0.00**
(Report also on Summary of Schedules)

B6B (Official Form 6B) (12/07)

In re Rainbow Exotics, Inc.

Case No. 15-43313-MXM-7
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1 Cash on hand		Petty cash	\$3,800.00
2 Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives		First State Bank of Central Texas Hamilton, TX Checking account #1035660786 On the date of filing, this account had approximately \$120,000 on deposit. There were outstanding checks written to various vendors and IRS (for 941 taxes) in the approximate amount of \$80,000. Debtor has been denied access to the account and has been unable to determine what has happened to the funds on deposit and the outstanding checks	Unknown
		First State Bank of Central Texas	\$100.00
		First State Bank of Central Texas	\$2,000.00
3 Security deposits with public utilities, telephone companies, landlords, and others		Security deposit with Hamilton County Electric Company	\$25.00
4 Household goods and furnishings, including audio, video and computer equipment	X		
5 Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles	X		
6 Wearing apparel	X		
7 Furs and jewelry	X		
8 Firearms and sports, photographic, and other hobby equipment	X		

B6B (Official Form 6B) (12/07) -- Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No 1

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
9 Interests in insurance policies Name insurance company of each policy and itemize surrender or refund value of each		Automobile insurance through Andreini & Company - Debtor is owed approximately \$70,000 in refunds for vehicles removed/cancelled from policy in late May, early June, 2015	\$70,000 00
10 Annuities Itemize and name each issuer	X		
11 Interests in an education IRA as defined in 26 U S C § 530(b)(1) or under a qualified State tuition plan as defined in 26 U S C. § 529(b)(1) Give particulars (File separately the record(s) of any such interest(s) 11 U S.C. § 521(c))	X		
12 Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans Give particulars	X		
13 Stock and interests in incorporated and unincorporated businesses Itemize	X		
14 Interests in partnerships or joint ventures Itemize	X		
15 Government and corporate bonds and other negotiable and non-negotiable instruments	X		
16 Accounts receivable		Accounts receivable from PetSmart Debtor has several outstanding accounts receivable from PetSmart, upon information and belief, approximately \$45,000 was wired into the Rainbow bank account on 18th of August	\$60,000 00

B6B (Official Form 6B) (12/07) -- Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No 2

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
17 Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled Give particulars	X	Debtor believes there is an additional \$60,000 in outstanding receivables from PetSmart Those receivables can not be collected until they are billed and the receipts for animals delivered were seized by Jack Graham on August 13, 2015	
18 Other liquidated debts owed to debtor including tax refunds Give particulars	X	February 24, 2015 automobile accident in Iowa should pay \$15,000 in compensation The insurance company won't pay until they are sent a signed title for the trailer	\$15,000 00
19 Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property	X		
20 Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust	X		
21 Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims Give estimated value of each		Multiple causes of action against Jack Graham, yet to be determined or identified Multiple causes of action against Pet Smart, yet to be determined or identified Multiple causes of action against First State Bank of Central Texas, Hamilton, TX, yet to be determined or identified	Unknown Unknown Unknown

B6B (Official Form 6B) (12/07) -- Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No 3

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		Debtor is owed approximately \$221,953.51 from Jack Graham for money which was paid from the Debtor's bank accounts by Jack Graham after the business had been sold by Mr. Graham Multiple causes of action against Mark Henkes and the law firm of McMullen & Henkes, yet to be determined or identified	\$221,953.51 Unknown
22 Patents, copyrights, and other intellectual property Give particulars	X		
23 Licenses, franchises, and other general intangibles Give particulars	X		
24 Customer lists or other compilations containing personally identifiable information (as defined in 11 U S C § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes	X		
25 Automobiles, trucks, trailers, and other vehicles and accessories		All motor vehicles and accessories were repossessed by Jack Graham on August 13, 2015 by use of an unofficial Temporary Restraining Order for which the \$1 million Bond had not been posted	\$0.00
26 Boats, motors, and accessories	X		
27 Aircraft and accessories	X		

B6B (Official Form 6B) (12/07) -- Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No 4

Type of Property	None	Description and Location of Property		Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
28 Office equipment, furnishings, and supplies		Computers, printers, rolling chairs, computer desk, tables, refrigerator, small filing cabinet, large filing cabinet, laptop computer, bookshelf, AC window unit, XL metal shelving unit, plastic rubbermaid shelves, Printer/fax, office supplies, metal closet, nitrite gloves (160 boxes), XL framed US maps, XL framed world map, framed bird pictures, petty cash box, business checks, printer/toner cartridge, incubators (Grumbach), wireless (Net Gear), Brooders, Quickbook licenses all of which were repossessed by Jack Graham by use of an unofficial Temporary Restraining Order for which the \$1 million Bond had not been posted The approximate value at the time of seizure was \$30,019 17		\$0 00
29 Machinery, fixtures, equipment, and supplies used in business		The Debtor's machinery and equipment, various nest boxes, shavings, pallets, breeding cages, flight cages, heaters, AC units, water bowls, miscellaneous tools, disc mower, round baler, racks, etc. were seized by the lienholder, Jack Graham by use of an unofficial Temporary Restraining Order for which the \$1 million Bond had not been posted		\$0 00
		All machinery, equipment and supplies used in the business have been seized by the Lienholder, Jack Graham by use of an unofficial Temporary Restraining Order for which the \$1 million Bond had not been posted		\$0 00
30 Inventory		All inventory has been seized by the Lienholder, Jack Graham by use of an unofficial Temporary Restraining Order for which the \$1 million Bond had not been posted		\$0 00
31 Animals	X			
32 Crops - growing or harvested Give particulars	X			

B6B (Official Form 6B) (12/07) -- Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No 5

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
33 Farming equipment and implements	X		
34 Farm supplies, chemicals, and feed	X		
35 Other personal property of any kind not already listed Itemize	X		

(Include amounts from any continuation sheets attached Report total also on Summary of Schedules)

5 continuation sheets attached

Total >

\$372,878.51

B6D (Official Form 6D) (12/07)
In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

Check this box if debtor has no creditors holding secured claims to report on this Schedule D

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:		DATE INCURRED: 2014/15 NATURE OF LIEN: Property taxes COLLATERAL: BPP REMARKS:				Unknown	Unknown
Hamilton County Appraisal Dist. 119 E. Henry Hamilton, TX 76531		VALUE: \$0.00					
ACCT #:	X	DATE INCURRED: 2014 NATURE OF LIEN: UCC-1 COLLATERAL: BPP REMARKS:	X	X	X	Unknown	Unknown
Jack Graham 4772 CR 105 Hamilton, TX 76531		VALUE: \$0.00					
Subtotal (Total of this Page) >						\$0.00	\$0.00
Total (Use only on last page) >						\$0.00	\$0.00

No continuation sheets attached

Subtotal (Total of this Page) >

Total (Use only on last page) >

(Report also on
Summary of
Schedules)

(If applicable.
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data)

B6E (Official Form 6E) (04/13)

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

- Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U S C § 507(a)(1)

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief 11 U S C § 507(a)(3)

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U S C § 507(a)(4)

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U S C § 507(a)(5)

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U S C § 507(a)(6)

Deposits by individuals

Claims of individuals up to \$2,775* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided 11 U S C § 507(a)(7)

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U S C § 507(a)(8)

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution 11 U S C § 507(a)(9)

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance 11 U S C § 507(a)(10)

Administrative allowances under 11 U.S.C. Sec. 330

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U S C §§ 326, 328, 329 and 330

* Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment

B6E (Official Form 6E) (04/13) - Cont.

In re Rainbow Exotics, Inc.

Case No. 15-43313-MXM-7

(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions					
------------------	----------------------------------	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Antonia Martinez Limon		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Antonio Reynoso 510 West Live Oak Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Brenda Gonzales		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Crispin Gonzales 106 Ave A Gustine, TX 76455		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Danny W Scheller 3181 Hwy 67/377 East, Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: David S Terrell 600 CR 423 Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
Sheet no 1 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims		Subtotals (Totals of this page) >				\$0.00	\$0.00	\$0.00
		Total >						
		(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)						
		Totals >						
		(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)						

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions			AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT UNLIQUIDATED DISPUTED			
ACCT #: Dustin Thomison 2832 CR 301 Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
ACCT #: Ernest L Mylorie 7681 FM 1476 Gustine, TX 76455		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
ACCT #: Felipe Gonzales 301 CR 359 Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
ACCT #: Gustavo Lopez 1004 CR 490 Stephenville, TX 76401		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
ACCT #: Gustavo R Soto 615 E White Street Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
ACCT #: Ines Escamilla 311 N Leon Street Gustine, TX 76455		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:		Unknown	Unknown	Unknown
Sheet no <u>2</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims			Subtotals (Totals of this page) > Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)			
			Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)			

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7

(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions					
------------------	----------------------------------	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE. AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Jennifer Duran 3801 CR 434 Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Jesse Avila		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Jessica N Thomas 609 E Boynton Street Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Jim Daniels		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Jose Alfredo Gonzales 301 CR 359 Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Joshua H Terrell 604 W Coke Hamilton, TX 76531		DATE INCURRED: CONSIDERATION: Vacation pay REMARKS:				Unknown	Unknown	Unknown
Sheet no. <u>3</u> of <u>7</u> continuation sheets	Subtotals (Totals of this page) >					\$0.00	\$0.00	\$0.00
attached to Schedule of Creditors Holding Priority Claims	Total >							
	(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)							
	Totals >							
	(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7

(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions
------------------	----------------------------------

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE. AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY. IF ANY
ACCT #: Karyna Duran 3801 CR 434 Dublin, TX 76446		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Katherine Renken 1119 E. Coke Street Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Lucero		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Luis P Ledesma 1213 East Mill Ave Comanche, TX 76442		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Ma Alicia Ramirez Vasquez 1101 North Lane Comanche, TX 76442		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Maria Ledesma PO Box 683 Proctor, TX 76468		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
Sheet no 4 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims		Subtotals (Totals of this page) >				\$0.00	\$0.00	\$0.00
		Total >						
		(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)						
		Totals >						
		(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)						

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions					
------------------	----------------------------------	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Martha P Ortiz 700 W Duncan Comanche, TX 76442		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Mike McFarlin		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Nestor Reyes		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Pablo Sanchez 206 W Main Street Gustine, TX 76455		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Patricia J Ortiz 700 W Duncan Comanche, TX 76442		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Paula		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
Sheet no <u>5</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims	Subtotals (Totals of this page) >				Total >	\$0.00	\$0.00	\$0.00
	(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)				Totals >			
	(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions						
------------------	----------------------------------	--	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE. AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Richard S Mills 606 E Gentry Hamilton, TX 76531		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Rocio Trinidad Cortes 801 N Page Comanche, TX 76442		DATE INCURRED: August 9 - 15 CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Rutilio Torquemada 400 N Bryan Comanche, TX 76442		DATE INCURRED: CONSIDERATION: Wages REMARKS:				Unknown	Unknown	Unknown
ACCT #: Sandra L Pritchard 701 Meadow Lark Hamilton, TX 76531		DATE INCURRED: 2015 CONSIDERATION: Vacation pay REMARKS:				Unknown	Unknown	Unknown

Sheet no 6 of 7 continuation sheets Subtotals (Totals of this page) >
attached to Schedule of Creditors Holding Priority Claims

Total >

(Use only on last page of the completed Schedule E.
Report also on the Summary of Schedules.)

Totals >

(Use only on last page of the completed Schedule E.
If applicable, report also on the Statistical Summary
of Certain Liabilities and Related Data.)

\$0.00	\$0.00	\$0.00

B6E (Official Form 6E) (04/13) - Cont

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Taxes and Certain Other Debts Owed to Governmental Units					
------------------	--	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE. AND ACCOUNT NUMBER (See instructions above)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Bryan Drew, DVM 5155 S. US Hwy 281 Hamilton, TX 76531		DATE INCURRED: July and August, 2015 CONSIDERATION: Wages & Vacation REMARKS:				\$3,772.00	\$3,772.00	\$0.00
ACCT #: I.R.S. Centralized Insolvency P.O. Box 7346 Philadelphia, PA 19101-7346		DATE INCURRED: CONSIDERATION: Taxes REMARKS:				Notice Only	Notice Only	Notice Only
ACCT #: I.R.S. Special Procedures Mail Code 5029 DAL 1100 Commerce Street Dallas, TX 75242		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only	Notice Only	Notice Only
ACCT #: x-xx-xxxx268-1 Texas State Comptroller Revenue Accounting Div/BK Section PO Box 13528 Austin, TX 78711		DATE INCURRED: 2015 CONSIDERATION: Taxes REMARKS:				\$3,854.34	\$3,854.34	\$0.00
Sheet no <u>7</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims	Subtotals (Totals of this page) >					\$7,626.34	\$7,626.34	\$0.00
	Total >					\$7,626.34		
	(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)							
	Totals >					\$7,626.34		
	(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							

B6G (Official Form 6G) (12/07)

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A B, a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
Airgas USA LLC 302 Memorial Dr. Gatesville, TX 76528	Lease of gas tanks Contract to be REJECTED Contract is in DEFAULT
Jack Graham 4772 CR 105 Hamilton, TX 76531	Lease of non-residential real property located at 4472 CR 105, Hamilton, TX 76531. Contract to be REJECTED Contract is in DEFAULT
Jack Graham 4772 CR 105 Hamilton, TX 76531	Lease of non-residential real property located at 414 CR 504, Hamilton, TX 76531 Contract to be REJECTED Contract is in DEFAULT
Jack Graham 4772 CR 105 Hamilton, TX 76531	635 N US Hwy 281, Hamilton, TX Contract to be REJECTED Contract is in DEFAULT

B6H (Official Form 6H) (12/07)
In re Rainbow Exotics, Inc.

Case No. 15-43313-MXM-7
(if known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A B , a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Bryan Drew, DVM	Jack Graham 4772 CR 105 Hamilton, TX 76531
Jennifer Rogers	Jack Graham 4772 CR 105 Hamilton, TX 76531

B 6 Summary (Official Form 6 - Summary) (12/14)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

In re Rainbow Exotics, Inc.

Case No 15-43313-MXM-7

Chapter 7

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	6	\$372,878.51		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	1		\$0.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	8		\$7,626.34	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	5		\$255,638.89	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
TOTAL		23	\$372,878.51	\$263,265.23	

B6 Declaration (Official Form 6 - Declaration) (12/07)
In re **Rainbow Exotics, Inc.**

Case No. 15-43313-MXM-7
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the President of the Corporation
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
24 sheets, and that they are true and correct to the best of my knowledge, information, and belief
(Total shown on summary page plus 1.)

Date 11/30/2015

Signature /s/ Bryan Drew
Bryan Drew
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

IN RE: §
Rainbow Exotics, Inc. §
§ Case No 15-43313-MXM-7
Debtor(s) § Chapter 7

**DECLARATION FOR ELECTRONIC FILING OF BANKRUPTCY
PETITION, LISTS, STATEMENTS, AND SCHEDULES**

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition, lists, statements, and schedules to be filed electronically in this case and I HEREBY DECLARE UNDER PENALTY OF PERJURY that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within five (5) business days after the petition, lists, statements, and schedules have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- [Only include for Chapter 7 individual petitioners whose debts are primarily consumer debts] --*
I am an individual whose debts are primarily consumer debts and who has chosen to file under chapter 7. I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each chapter, and choose to proceed under chapter 7
- [Only include if petitioner is a corporation, partnership or limited liability company] --*
I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements, and schedules on behalf of the debtor in this case

Date: 11/30/2015 /s/ Bryan Drew
Bryan Drew
President
Complete EIN: 83-0407268

PART II: DECLARATION OF ATTORNEY:

I declare UNDER PENALTY OF PERJURY that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: 11/30/2015 /s/ Clayton L. Everett
Clayton L. Everett, Attorney for Debtor